

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Calanthe Capital, L.L.C.
Name of Transferee

Credit Suisse Loan Funding LLC
Name of Transferor

Name and Address where notices to Transferee should be sent:

Calanthe Capital, L.L.C.
FDR Station PO Box 7268
New York, NY 10150
financials@calanthe-capital.net

With a copy to:

Steven D. Lofchie
Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
Phone: 212-504-6700
Fax: 212-504-6666
Email: steven.lofchie@cw.com

Court Claim # (if known): 33633

Amount of Claim as Filed: \$479,352,972.82

Amount of Claim of Transferor: \$423,036,453.48

Amount of Claim Transferred: \$161,518,226.74

Date Claim Filed: September 22, 2009

Debtor: Lehman Brothers Holdings Inc.

Name and Address of Transferor:

Credit Suisse Loan Funding LLC
11 Madison Avenue, 2nd Floor
New York, New York 10010
Attention: Ashwinee Sawh
Telephone: 212-538-2905
Facsimile: 212-538-3477
E-mail: Ashwinee.Sawh@credit-suisse.com

Name and Address where Transferee payments should be sent (if different from above): N/A

****PLEASE SEE ATTACHED DOCUMENTS****

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

CALANTHE CAPITAL, L.L.C.

By: 

Transferee/Transferor's Agent
Steven D. Lofchie/Authorized Signatory

Date: November 1, 2012

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Exhibit A

Evidence of Transfer from Transferor to Transferee

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: LEHMAN BROTHERS HOLDINGS INC. AND THE BANKRUPTCY COURT

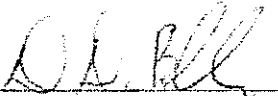
For value received, the adequacy and sufficiency of which are hereby acknowledged, CREDIT SUISSE LOAN FUNDING LLC (the "Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to CALANTHE CAPITAL, L.L.C. (the "Assignee"), all right, title, interest, claims and causes of action in and to, or arising under or in connection with, an undivided 38.1806876% portion (equal to US\$161,518,226.74) (the "Claim") of the Assignor's general unsecured claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. as Debtor, one of the debtors-in-possession in the chapter 11 reorganization case entitled, In re Lehman Brothers Holdings Inc., et al., Chapter 11 Case Number 08-13555 (JMP) (Jointly Administered), pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and identified as claim number 33633.

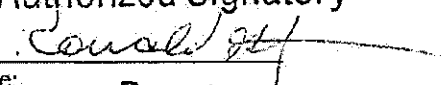
The Assignor hereby waives any objection to the transfer of the Claim to the Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. The Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to the Assignor transferring to the Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim. The Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM IS EXECUTED THIS 31st day of October, 2012.

ASSIGNOR:

CREDIT SUISSE LOAN FUNDING LLC

By: 
Name: Douglas DiBella
Title: Authorized Signatory

By: 
Name: Ronald Gotz
Title: Authorized Signatory

ASSIGNEE:

CALANTHE CAPITAL, L.L.C.



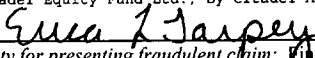
By: 
Name: Steven D. Lofchie
Title: Authorized Signatory

Exhibit B

Proof of Claim

United States Bankruptcy Court/Southern District of New York Lehman Brothers Holdings Claims Processing Center c/o Epiq Bankruptcy Solutions, LLC FDR Station, P.O. Box 5076 New York, NY 10150-5076		PROOF OF CLAIM	
In Re: Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)		
Name of Debtor Against Which Claim is Held Lehman Brothers Holdings Inc.	Case No. of Debtor 08-13555		
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)		THIS SPACE IS FOR COURT USE ONLY	
Name and address of Creditor: (and name and address where notices should be sent if different from Creditor) Citadel Equity Fund Ltd. c/o Citadel Investment Group L.L.C. 131 South Dearborn Street Chicago, Illinois 60603 Attn: Shellane Quinn Telephone number: 312-395-4357 Email Address: shellane.quinn@Citadelgroup.com		<input checked="" type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: 8468 (If known) Filed on: 8/17/2009	Filed: USBC - Southern District of New York Lehman Brothers Holdings Inc., Et Al. 08-13555 (JMP) 0000033633 
Name and address where payment should be sent (if different from above) Telephone number: Email Address:		<input type="checkbox"/> Check this box if you are that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.	
1. Amount of Claim as of Date Case Filed: \$ 479,352,972.82 If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete Item 5. If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6. <input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Derivative Contract.* <input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Guarantee.* *IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO http://www.lehman-claims.com AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED. <input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on http://www.lehman-claims.com if claim is based on a Derivative Contract or Guarantee.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries or commissions (up to \$10,950), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). Amount entitled to priority: \$ 2009 SEP 22 P 3:03 S.D.N.Y. FILED U.S. BANKRUPTCY COURT	
2. Basis for Claim: Guarantee of obligations under Derivative Contract (See instruction #2 on reverse side.)			
3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)			
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____			
6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9): \$ _____ (See instruction #6 on reverse side.)			
7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 8. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary. DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:			
Date: 9/18/2009	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. Citadel Equity Fund Ltd., By Citadel Advisors LLC, its Portfolio Manager 		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.			

ERICA L. TARPEY
Authorized Signatory

**SUMMARY STATEMENT
AMENDMENT OF CLAIM NUMBER 8468**

**LEHMAN BROTHERS HOLDINGS, INC.
CASE NO. 08-13555**

This amended Proof of Claim form serves to increase the amount of claim in respect of the portion of Claim Number 8468 owned by Citadel Equity Fund Ltd. ("CEFL") only. The \$423,036,453.48 Total Claim Value of Credit Suisse Loan Funding LLC ("Credit Suisse") in Claim Number 8468 is not changed by this amendment.

Therefore, the aggregate amount of the Amount of Claim as of Date Case Filed in Claim Number 8468, as amended hereby, is \$479,352,972.82, which is owned as follows:

Total Claim Value owned by CEFL (as amended):	\$56,316,519.34
Total Claim Value owned by Credit Suisse (unchanged):	\$423,036,453.48
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Total Amount of Claim: (as amended)	\$479,352,972.82

* Total Claim Value currently owned by CEFL:	\$47,478,599.62
Increase in Total Claim Value ^(owned by CEFL) by this amendment:	\$8,837,919.72
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Total Claim Value owned by CEFL after filing of this amended Proof of Claim form:	\$56,316,519.34